

DEC 17 1980-3 30 PM

LETTER OF TRANSMITTAL INTERSTATE COMMERCE COMMISSION

December 12, 1980

DEC 17 3 23 PM '80
DOCKET FILES
BRANCH

Secretary of the
Interstate Commerce Commission
Constitution and 12th Streets, N. W.
Washington, D. C. 20423

Dear Sir:

Pursuant to Part 1116 of the regulations of the Interstate Commerce Commission, 49CFR Part 1116, I hereby request that you record under 49 U.S.C. Section 11303 the following named document: Release (Security Agreement No. 3) dated as of December 12, 1980 ("Release") from Continental Illinois National Bank and Trust Company of Chicago ("Agent") and Transportation Corporation of America ("Company").

I am Assistant Secretary of Transportation Corporation of America and have knowledge of the matters set forth herein.

The parties to the Release and their addresses are as follows:

Transportation Corporation of America	0-352A099
P. O. Box 218	
Chicago Heights, Illinois 60411	No.
Attention: President	Date DEC 17 1980
Continental Illinois National Bank	Fee \$ <u>10.00</u>
and Trust Company of Chicago	ICC Washington, D. C.
30 North LaSalle Street	
Chicago, Illinois 60690	
Attention: Corporate Trust Department	

The equipment covered by the Release is as follows:

Type of Car	Number of Cars	Car Numbers (Both Inclusive)	ICC Recordation Date	Number
52' 6", 100-Ton GB Gondola	90	WSOR 5000 thru WSOR 5013 and OCTR 5000 thru OCTR 5075	6/16/80	11910
5,950 Cu. Ft., 100-Ton Lo Covered Hopper	10	TCAX 40011 thru TCAX 40020	10/2/79	8095B

This Release covers certain equipment included in that certain Security Agreement filed and recorded with the ICC on October 3, 1979, as Document No. 10858.

Count Herbert - Jan 11 1981

Secretary of the
Interstate Commerce Commission


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Enclosed herewith are an original and six counterparts of the Release. The extra counterparts should be returned to Mr. D. Beloff of Schiff, Hardin & Waite, 7200 Sears Tower, 233 South Wacker Drive, Chicago, Illinois 60606.

A check in the amount of \$ 10.00 payable to the Interstate Commerce Commission is also enclosed to cover the required recordation fee.

Sincerely,
TRANSPORTATION CORPORATION OF
AMERICA

By


John M. Hartigan, Asst. Secretary

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Mr. D. Beloff
Schiff, Hardin & Waite
7200 Sears Tower
233 South Wacker Drive
Chicago, Illinois 60606

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/17/80 at 3:30PM , and assigned re-recording number(s). **10858-D**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

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RELEASE
(SECURITY AGREEMENT SUPPLEMENT NO. 3)

INTERSTATE COMMERCE COMMISSION

Release and Security Agreement Supplement dated as of December 12, 1980, from CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association ("Agent"), having its office at 231 South LaSalle Street; Chicago, Illinois 60693 to TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation ("Company"), having its office at 26th and State Streets, Chicago Heights, Illinois 60411.

W I T N E S S E T H :

Company and Agent have executed and delivered a certain Security Agreement (Chattel Mortgage and Security Agreement) dated as of September 28, 1979 (which agreement, together with any amendments which have been made thereto, is hereinafter called the "Security Agreement") as security for certain loans made by various commercial banking institutions ("Banks"), including Agent, to Company under that certain Credit Agreement (and, if amended, all amendments thereto) dated as of September 28, 1979 (the "Credit Agreement"), among the Company, Agent, and Banks.

The Security Agreement was filed and recorded with the Interstate Commerce Commission under 49 U.S.C. §11303 on October 3, 1979, as Document No. 10858. The following Security Agreement Supplements were filed and recorded with the Interstate Commerce Commission:

<u>Supplement No.</u>	<u>Date of Supplement</u>	<u>Date of ICC Filing</u>	<u>ICC Filing No.</u>
1	September 16, 1980	September 17, 1980	10858-B
2	September 25, 1980	September 29, 1980	10858-C

Company has assigned and granted to Banks under the Security Agreement a security interest in and to (i) certain equipment therein described, including the equipment described in Schedule I annexed hereto (the "Release Equipment") and (ii) certain leases therein described, including the leases of such Security Equipment described in Schedule II hereto (the "Release Leases").

NOW, THEREFORE, in consideration of the premises, Agent and Company hereby agree as follows:

The Agent hereby releases all liens, security interests, and other rights, titles, and interests it possesses or holds in said Release Equipment and said Release Leases; provided that nothing herein contained shall constitute, in any manner, a release of any lien, security interest, or other right, title or interest the Agent possesses pursuant to the Security Agreement and Supplement No. 1 in the equipment and leases enumerated therein and not constituting Release Equipment or Release Leases.

IN WITNESS WHEREOF, Agent and Company have each, by its indicated officer thereunto duly authorized, caused this

Release and Security Agreement Supplement to be executed and delivered as of this December 12, 1980.

TRANSPORTATION CORPORATION OF AMERICA

By:
Its Vice President

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

By:
Its Vice President

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 12th day of December, 1980, before me personally appeared S. D. Christianson, to me personally known, who being by me duly sworn, says that he is the Vice President of TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

(NOTARIAL SEAL)

My commission expires 1-11, 19 81.

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 12th day of December, 1980, before me personally appeared Theodora Symonis, to me personally known, who being by me duly sworn, says that She is the Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and She acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Eileen Hudson
Notary Public

(NOTARIAL SEAL)

My commission expires October 11, 19 82.

SCHEDULE I
 to a Release (Security Agreement Supplement No. 3)
 dated as of December 12, 1980.

<u>Type Cars</u>	<u>Number of Cars</u>	<u>Lessee's Car Numbers (both inclusive)</u>	<u>Unit Base Value</u>	<u>Total Value</u>	<u>ICC Filing</u>	
					<u>Number</u>	<u>Date</u>
52' 6", 100-Ton GB Condola	90	WSOR 5000 thru WSOR 5013 and OCTR 5000 thru OCTR 5075	\$41,150	\$3,703,500	11910	6/16/80
5950 Cu. Ft., 100-Ton Lo Covered Hopper	<u>10</u> <u><u>100</u></u>	TCAX 40011 thru TCAX 40020	61,550	615,498	8095B	10/2/79
				<u><u>\$4,318,998</u></u>		

SCHEDULE II
to a Release (Security Agreement Supplement No. 3)
dated as of December 12, 1980

<u>Lessee</u>	<u>Date of Lease/ Rider</u>	<u>Expiration Date</u>	<u>Lessee's Car Numbers (both inclusive)</u>	<u>Number of Cars</u>	<u>ICC Filing Number</u>	<u>Date</u>
Funding Systems Railcars Leasing, Inc.	6/10/80	1995	WSOR 5000 thru WSOR 5013 and OCTR 5000 thru OCTR 5075	90	11910	6/16/80
DeGussa Corporation, Alabama Group	9/19/75 3/15/79	1995	TCAX 40011 thru TCAX 40020	10	8095B	10/2/79